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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room CY-A257
Washington, DC 20554

Re: In the Matter of Applications for Consent to Assign and/or Transfer Control of Licenses and Authorizations Filed by WorldCom, Inc. (debtor-in-possession) and MCI, Inc., WC Docket No. 02-215

Dear Ms. Dortch:

This letter is in response to staff's request that, pursuant to Rule 1.935, Verizon seeks approval from the Commission for portions of its June 2003 settlement agreement with WorldCom ("Settlement Agreement"). See 47 C.F.R. § 1.935. While Verizon does not believe that Rule 1.935 is implicated by the settlement agreement, it is honoring staff's request for disclosure of the Settlement Agreement, and other matters required to be certified by Rule 1.935. A copy of the Settlement Agreement is attached to this letter. Also attached is the affidavit of Jack White, which responds to the certification requirements of Rule 1.935.

Because the information in the Settlement Agreement and attached affidavit contain confidential commercially sensitive data, we request confidential treatment and ask that these documents be exempt from public disclosure pursuant to 5 U.S.C. § 552(b)(4) and 47 C.F.R. §§ 0.457(d) and 0.459.

The Settlement Agreement contains a confidentiality provision, which prohibits both parties from disclosing the agreement to persons outside the companies, except in limited circumstances. The Bankruptcy Court approved the terms and conditions of the Settlement Agreement, including the confidentiality provisions, in an order dated July 29, 2003. Confidential treatment is appropriate because the Settlement Agreement contains commercially sensitive financial information concerning the terms on which the parties agreed to resolve Verizon's claims as a creditor in the WorldCom bankruptcy cases. The affidavit contains details about the Settlement Agreement that have been maintained as confidential.

Under applicable Commission and court rulings, this material should be kept confidential and should not be disclosed to the public. Exemption 4 of the Freedom of Information Act shields information from public disclosure that is (1) commercial or financial in nature; (2)

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obtained from a person outside the government; and (3) privileged or confidential. *See Washington Post Co. v. U.S. Department of Health and Human Services*, 690 F.2d 252 (D.C. Cir. 1982). Settlement agreements protected by confidentiality orders previously have been given confidential treatment, exempt from Freedom of Information Act disclosure. *See In re Franklin National Bank Securities Litigation*, 92 F.R.D. 468 (E.D.N.Y. 1981) *aff'd sub nom. FDIC v. Ernst & Ernst*, 677 F.2d 230 (1982).

Sincerely


Ann H. Rakestraw

Attachments

cc: Richard Arsenault